

08-24-1998

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To the Honorable Commissioner of Patents and

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original documents or copy thereof.

1. Name of conveying party(ies):

Fire-Trol Holdings, L.L.C.
734 East Southern Pacific Drive
Phoenix, Az 85034

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation-State
☒ Other Limited Liability Company

Additional name(s) of conveying party(ies) attached? ☐ Yes ☐ No

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other

Execution Date: Aug 7, 1998

2. Name and address of receiving party(ies):

Name: PNC Bank, National Association as Agent

Internal Address: _____

Street Address: 2 PNC Plaza, 620 Liberty AvenueCity: Pittsburgh State: Pa ZIP: 15625☐ Individual(s) citizenship _____☒ Association PA☐ General Partnership _____☐ Limited Partnership _____☐ Corporation-State _____☐ Other _____If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☐ No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? ☐ Yes ☐ No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

(See Attached Assignment)

B. Trademark registration No.(s)

(See Attached Assignment)

Additional numbers attached? ☐ Yes ☐ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Federal Reserve Corp

Internal Address: _____

Street Address: 400 Seventh St NWSuite 101City: Washington State: DC ZIP: 20004

6. Total number of applications and registrations involved: _____

7. Total fee (37 CFR 3.41): \$ 140⁰⁰☐ Enclosed☐ Authorized to be charged to deposit account

8. Deposit account number: _____

Attach duplicate copy of this page if paying by deposit account)

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40.00 OP

02 FC:1482

100.00 OP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document

Jay Markowitz
Name of Person Signing[Signature]
Signature8/11/98
DateTotal number of pages including cover sheet, attachments and document: 4Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, FIRE-TROL HOLDINGS, L.L.C., a limited liability company organized under the laws of the State of Delaware ("Fire-Trol") having a mailing address at 734 East Southern Pacific Drive, Phoenix, Arizona 85034, has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Fire-Trol is obligated to PNC BANK, NATIONAL ASSOCIATION ("PNC"), the various other financial institutions (together with PNC, collectively, the "Lenders") named in and which hereafter become a party to the Loan Agreement (as hereinafter defined) and PNC as agent for Lenders (PNC in such capacity, the "Agent"), pursuant to (i) a certain Revolving Credit, Term Loan and Security Agreement, dated the date hereof, among Agent, Lenders and Fire-Trol and (ii) a certain Trademark Collateral Security Agreement, dated the date hereof, made by Fire-Trol in favor of Agent for its benefit and for the ratable benefit of Lenders (as such agreements may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Fire-Trol is granting to Agent for its benefit and for the ratable benefit of Lenders, a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Fire-Trol does hereby assign unto Agent and grant to Agent for its benefit and for the ratable benefit of Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements and in accordance with the terms and provisions thereof.

Fire-Trol expressly acknowledges and affirms that the rights and remedies of Agent and Lenders with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated: August 7, 1998

Witness:

[Signature]

FIRE-TROL HOLDINGS, L.L.C.

By: KMT STRATEGIC HOLDINGS LTD.,
its Manager

By: [Signature]
Name: Thomas Tuttle
Title: President

Witness:

[Signature]

PNC BANK, NATIONAL ASSOCIATION,
AS AGENT

By: [Signature]
Name: STEPHEN PROSTER
Title: VICE PRESIDENT

STATE OF NEW YORK)
: ss.:
COUNTY OF NEW YORK)

On this 7th day of August, 1998, before me personally came Thomas Tuttle, to me known, who, being by me duly sworn, did depose and say that he is the President of KMT Strategic Holdings, Ltd., the manager of Fire-Trol Holdings, L.L.C., the limited liability company described in and which executed the foregoing instrument; and that he signed his name thereto by order of the Board of Directors of the manager of said company.

[Signature]
Notary Public

RICHARD ROEL
NOTARY PUBLIC, State of New York
No. 01R05826268
Qualified in Queens County
Commission Expires April 18, 2000

SCHEDULE A

Schedule A to a Trademark Assignment of Security Interest dated August 1, 1998, by and between FIRE-TROL HOLDINGS, L.L.C. and PNC BANK, NATIONAL ASSOCIATION, as Agent.

<u>Reg. No. or Application No.</u>	<u>Trademark</u>	<u>Country</u>	<u>Reg. or Filing Date</u>
1,230,828	Fire-Trol	U.S.A.	3/15/83
1,440,922	Firefoam	U.S.A.	5/26/87
1,574,104	Fire-Trol	U.S.A.	1/2/90
75/409,440	Firegel	U.S.A.	12/22/97
1,836,492	Firefoam	U.S.A.	5/17/94